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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re: CATHODE RAY TUBE (CRT) ANTITRUST
LITIGATION

Case No. 07-cv-05944 (SC)
MDL No. 1917

This Document Relates To:

Sharp Elecs. Corp. v. Hitachi, Ltd.,
No. 13-cv-01173;

*Sharp Elecs. Corp. et al. v. Koninklijke Philips
Elecs. N.V. et al.*, No. 13-cv-2776-SC.

**DECLARATION OF CRAIG A.
BENSON IN SUPPORT OF SHARP
PLAINTIFFS' ADMINISTRATIVE
MOTION TO FILE DOCUMENTS
UNDER SEAL RE: DEFENDANTS'
MOTIONS IN LIMINE NOS. 9 AND
15**

1 I, Craig A. Benson, hereby declare as follows:

2 1. I am a Partner with the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP, counsel
3 for Plaintiffs Sharp Electronics Corporation and Sharp Electronics Manufacturing Company of America,
4 Inc. (collectively, "Sharp"). I am a member in good standing of the bars of the State of Maryland, the
5 State of New York, and the District of Columbia and on March 20, 2013 was granted leave to appear
6 *pro hac vice*. Dkt. No. 12.

7 2. I submit this Declaration in support of Sharp Plaintiffs' Administrative Motion to File
8 Documents Related to Sharp Electronics Corporation & Sharp Manufacturing Company of America,
9 Inc.'s Opposition to Defendants' Motions in Limine Nos. 9 and 15 Under Seal. I have personal
10 knowledge of the matters set forth herein and, if called as a witness, I could and would testify
11 competently to them.

12 3. Pursuant to Civil Local Rules 7-11 and 79-5, Sharp, by and through counsel, respectfully
13 request an Order permitting them to file under seal portions of Sharp's Opposition to Defendants'
14 Motions in Limine Nos. 9 and 15, filed contemporaneously herewith, and Exhibits 4, 6, 7, 8, and 9 of the
15 Declaration of Craig A. Benson in Support of Sharp's Opposition to Defendants' Motions in Limine
16 Nos. 9 and 15 ("Benson Declaration").

17 4. Attached as Exhibit 4 is a true and correct copy of relevant excerpts from the Expert Report
18 of Jerry A. Hausman, dated April 15, 2014, designated as Highly Confidential by Sharp. Upon
19 information and belief, the document in Exhibit 4 consists of, cites to, and/or identifies confidential,
20 nonpublic, proprietary and highly sensitive business information of Sharp. I am informed and believe
21 that this is sensitive information and public disclosure of this information presents a risk of undermining
22 Sharp's business relationships and would put Sharp at a competitive disadvantage.

23 5. Attached as Exhibit 5 is a true and correct copy of relevant excerpts from the deposition
24 transcript of Jerry A. Hausman, dated July 23, 2014, designated as Confidential. Upon information and
25 belief, the document in Exhibit 5 contains, cites to, and/or identifies materials designated as Confidential
26 or Highly Confidential by the defendants.

1 6. Attached as Exhibit 6 is a true and correct copy of relevant excerpts from the Reply Expert
2 Report of Prof. Dennis W. Carlton, dated August 5, 2014, designated as Highly Confidential.

3 7. Attached as Exhibit 7 is a true and correct copy of relevant excerpts from the deposition
4 transcript of Prof. Dennis W. Carlton, dated September 17, 2014, designated as Confidential.

5 8. Attached as Exhibit 8 is a true and correct copy of relevant excerpts from the Supplemental
6 Expert Report of Jerry A. Hausman, dated July 3, 2014, designated as Highly Confidential by Sharp.
7 Upon information and belief, the document in Exhibit 8 consists of, cites to, and/or identifies
8 confidential, nonpublic, proprietary and highly sensitive business information of Sharp. I am informed
9 and believe that this is sensitive information and public disclosure of this information presents a risk of
10 undermining Sharp's business relationships and would put Sharp at a competitive disadvantage.

11 9. Attached as Exhibit 9 is a true and correct copy of the Rebuttal Expert Report of Jerry A.
12 Hausman, dated September 26, 2014, designated as Highly Confidential by Sharp. Upon information
13 and belief, the document in Exhibit 9 consists of, cites to, and/or identifies confidential, nonpublic,
14 proprietary and highly sensitive business information of Sharp. I am informed and believe that this is
15 sensitive information and public disclosure of this information presents a risk of undermining Sharp's
16 business relationships and would put Sharp at a competitive disadvantage.

17 10. Sharp's Opposition to Defendants' Motions in Limine Nos. 9 and 15 and Exhibits 4, 5, 6, 7,
18 8, and 9 to the Benson Declaration refer to or contain excerpts from documents that producing parties
19 have designated as "Confidential" or "Highly Confidential" under the Stipulated Protective Order
20 [Docket Nos. 306, 1142].

21 11. Accordingly, Sharp requests that the documents identified herein be filed under seal.

22 I declare under penalty of perjury under the laws of the United States of America that the
23 foregoing is true and correct. Executed this 27th day of February, 2015 in Washington, DC.

24
25 /s/ Craig A. Benson
26 Craig A. Benson
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